



Indo-MIM Private Limited (Formerly known as Indo-US MIM Tec Private Limited)
#45(P), KIADB Industrial Area, Hoskote, Bangalore 562 114. (CIN U28110AP1996PTC023794)
Phone: +91-080-22048800/ FAX: +91-080-27971624 / Website: www.indo-mim.com

NOTICE

NOTICE is hereby given that the **23rd Annual General Meeting** of Members of Indo-MIM Pvt. Ltd. will be held on Tuesday, 20th August, 2019 at 10.00 AM at the Registered Office of the Company at No: 3-6-539/A, Street - 7, Lane - 2, Himayat Nagar, Hyderabad – 500029, to consider and transact the following Businesses:

I. ORDINARY BUSINESS

1. To receive, consider and adopt Audited Financial Statements of the Company for the financial year ended on 31st March 2019 together with the Reports of Directors and Auditors thereon;
2. To declare a Final dividend of Rs. 40/- per equity share (400% on Face Value) and to approve Interim dividend of Rs. 50/- per equity share (500% on Face Value) which is already declared and paid by the Board of Directors, for the financial year ended March 31, 2019.
3. To fix remuneration of Statutory Auditors and to consider and if thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution.

“RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and pursuant to the resolution passed by members at the 21st Annual General Meeting held on May 12, 2017, the Board of Directors be and is hereby authorised to fix the remuneration payable to the Statutory Auditor M/s. P C N & Associates (Formerly Chandra Babu Naidu & Co.) for the financial year 2019-20”

II. SPECIAL BUSINESS

NIL

By Order of the Board

Place: Bengaluru
Date: 08-05-2019

**Sd/-
Krishna Chivukula Jr.
Director**

NOTES:

- 1) A member entitled to attend & vote, is entitled to appoint proxy to attend & vote on his/her behalf and proxy need not be a member of the company.
- 2) The instrument of Proxy, to be effective, should be duly filled, signed and deposited at the Registered Office of the Company at least 48 hours before the commencement of meeting.
- 3) A person can act as a Proxy on behalf of maximum of fifty (50) members and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as Proxy and such person shall not act

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- as Proxy for any other Member. A Proxy form for the AGM is enclosed.
- 4) Section 91 of the Companies Act, 2013, being optional, the Register of Member & Share Transfer Books is not closed for the purpose of Meeting and for declaration of Dividend.
 - 5) Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, which mandates facility for voting through electronic means is applicable to listed companies and other companies having minimum of 1000 number of shareholders. This being not applicable to us, the Company is not providing such facility to its members.
 - 6) No Special Business is proposed to be passed at the meeting. So no explanatory statement as per requirement of Sec 102 of the Companies Act 2013 is annexed.
 - 7) As per Article 32 of the Articles of Association of the Company read with Sec 152 of the Companies Act 2013, no director is liable to retire by rotation.
 - 8) Board has declared Interim dividend of Rs. 50/- per shares during FY 2018-19. Final Dividend of Rs. 40/- per shares is recommended by Board. Final dividend if declared by Members, will be paid to whose name appears in the register of members as on the date of this Annual General Meeting (AGM).
 - 9) Members wishing to seek any clarification on Annual Accounts, Directors Report, Auditors Report etc are requested to send request letter at the Company's registered office address or can e-mail their requirements to cs@indo-mim.com at any early date to facilitate compilation and dissemination of the same at the AGM.
 - 10) Members are requested to intimate to company in case of change in their mailing address, email address, contact number or bank account details.
 - 11) Pursuant provisions of Section 124, 125 and other applicable provisions of the Companies Act, 2013 read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, any dividend unpaid or unclaimed for seven years from the date of transfer to Unpaid Dividend Account, shall be transferred to the Investor Education and Protection Fund (IEPF) established by Central Government. Hence, all members are requested to claim their dividends who have not claimed so far. During FY 2018-19, the company has transferred unpaid and unclaimed dividend of **Rs. NIL** to IEPF. Similarly, pursuant to Sec 124(6) of the Companies Act, 2013 read with IEPF Rules, 2016, all shares, in respect of which dividend has remain unpaid or unclaimed for 7 consecutive years, are required to be transferred to the Demat Account of IEPF. The Company has transferred **NIL** number of shares to IEPF during financial year 2018-19.
 - 12) Pursuant provisions of Section 72 of the Companies Act, 2013, Shareholders may file their nomination in the prescribed Form SH-13.
 - 13) Members are requested to bring their copy of the Annual Report to the Annual General Meeting. Members/Proxies/Representatives are requested to bring the attendance slip enclosed to the annual report / notice for attending the meeting.
 - 14) Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
 - 15) During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member, by giving 3 days advance notice to the company, is entitled to inspect proxies lodged with the company.
 - 16) The Register of Directors and Key Managerial Personnel and their Shareholding as maintained under Sec 170 of the Companies Act 2013 and the Register of Contracts or Arrangements in which Directors are interested as maintained under Sec 189 of the Companies Act 2013 will be available for inspection by members at the AGM.

ANNEXURE TO THE NOTICE

Expl. Statement for Special Business (Sec 102) –

NIL